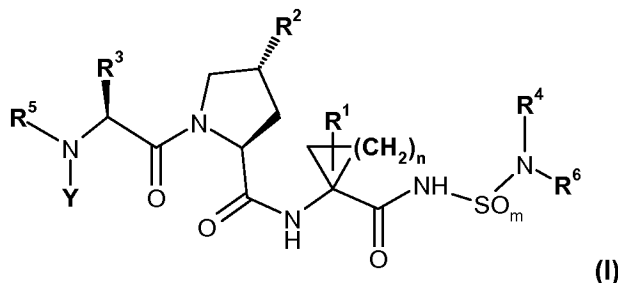


Amendments to the Claims

This listing of claims will replace all prior versions and listings of claims in the application:

Listing of Claims:

1. (original) A compound of formula I:



wherein

n is 1 or 2;

m is 1 or 2;

R¹ is H, (C₁₋₆)alkyl, (C₂₋₆)alkenyl, or (C₂₋₆)alkynyl, wherein each of said (C₁₋₆)alkyl, (C₂₋₆)alkenyl, or (C₂₋₆)alkynyl are optionally substituted with from one to three halogen atoms;

R² is selected from -CH₂-R²⁰, -NH-R²⁰, -O-R²⁰, -S-R²⁰, -SO-R²⁰, -SO₂-R²⁰, -CH₂O-R²⁰, and -O-X-R²⁰, wherein

X is (C₂₋₃)alkenyl, (C₂₋₃)alkynyl, or (C₁₋₃)alkyl; and

R²⁰ is (C₆ or C₁₀)aryl or **Het**, wherein said (C₆ or C₁₀)aryl or **Het** is optionally substituted with **R²⁰⁰**; wherein

R²⁰⁰ is one to four substituents each independently selected from H, halogen, cyano, (C₁₋₆)alkyl, (C₃₋₇)cycloalkyl, aryl-(C₁₋₆)alkyl-, aryl, **Het**, oxo, thioxo, -OR²⁰¹, -SR²⁰¹, -SOR²⁰¹, -SO₂R²⁰¹, -N(R²⁰²)R²⁰¹, and -CON(R²⁰²)R²⁰¹; wherein each of said alkyl, cycloalkyl, aryl and **Het** is optionally further substituted with **R²⁰⁰⁰**;

R²⁰¹ in each case is independently selected from H, (C₁₋₆)alkyl, (C₂₋₆)alkenyl, aryl, -CO-(C₁₋₆)alkyl and -CO-O-(C₁₋₆)alkyl, wherein each of said alkyl and aryl is optionally further substituted with **R²⁰⁰⁰**;

R²⁰² in each case is independently selected from H and (C₁₋₆)alkyl;

R²⁰⁰⁰ in each case is one to three substituents each independently selected from halogen, aryl, **Het**, -OR²⁰⁰¹, -SR²⁰⁰¹, -SOR²⁰⁰¹, -SO₂R²⁰⁰¹, cyano,

-N(R²⁰⁰²)(R²⁰⁰¹), and R²⁰⁰³, wherein said aryl and **Het** are optionally substituted with one, two or three substituents each independently selected from (C₁₋₆)alkyl and -O-(C₁₋₆)alkyl;

R²⁰⁰¹ in each case is independently selected from aryl, aryl-(C₁₋₆)alkyl-, -C(O)-R²⁰⁰³, -C(O)O-R²⁰⁰³, -CON(R²⁰⁰²)(R²⁰⁰⁴) and R²⁰⁰⁴;

R²⁰⁰² in each case is independently selected from H and (C₁₋₆)alkyl;

R²⁰⁰³ in each case is independently selected from (C₁₋₈)alkyl, (C₃₋₇)cycloalkyl and (C₃₋₇)cycloalkyl-(C₁₋₄)alkyl-, wherein said (C₃₋₇)cycloalkyl and (C₃₋₇)cycloalkyl-(C₁₋₄)alkyl- are each optionally substituted with one to three substituents each independently selected from (C₁₋₃)alkyl; and

R²⁰⁰⁴ in each case is independently selected from H and R²⁰⁰³;

R³ is (C₁₋₈)alkyl, (C₃₋₇)cycloalkyl or (C₃₋₇)cycloalkyl-(C₁₋₃)alkyl-, each optionally substituted with one or more substituents each independently selected from (C₁₋₆)alkyl, (C₂₋₆)alkenyl, halogen, cyano, -OR³⁰, -SR³⁰, -C(=O)OR³⁰, -C(=O)NH₂, -C(=O)NH(C₁₋₆)alkyl, -C(=O)N((C₁₋₆)alkyl)₂, -NH₂, -NH(C₁₋₆)alkyl, -N((C₁₋₆)alkyl)₂, aryl, and aryl(C₁₋₆)alkyl-, wherein R³⁰ is H, (C₁₋₆)alkyl, aryl, or aryl(C₁₋₆)alkyl-;

R⁵ is selected from **B**, **B-C(=O)-**, **B-O-C(=O)-**, **B-N(R⁵¹)-C(=O)-**; **B-N(R⁵¹)-C(=S)-**, **B-SO₂-** and **B-N(R⁵¹)-SO₂-**; wherein **B** is selected from:

- (i) (C₁₋₁₀)alkyl optionally substituted with one or more substituents each selected independently from -COOH, -COO(C₁₋₆)alkyl, -OH, halogen, -OC(=O)(C₁₋₆)alkyl, -O(C₁₋₆)alkyl, -NH₂, -NH(C₁₋₆)alkyl, -N((C₁₋₆)alkyl)₂, -C(=O)NH₂, -C(=O)NH(C₁₋₆)alkyl and -C(=O)N((C₁₋₆)alkyl)₂;
- (ii) (C₃₋₇)cycloalkyl, or (C₃₋₇)cycloalkyl-(C₁₋₄)alkyl-, each optionally substituted with one or more substituents each selected independently from (C₁₋₆)alkyl, halogen, -COOH, -COO(C₁₋₆)alkyl, -OH, -O(C₁₋₆)alkyl, -NH₂, -NH(C₁₋₆)alkyl, -N((C₁₋₆)alkyl)₂, -C(=O)NH₂, -C(=O)NH(C₁₋₆)alkyl and -C(=O)N((C₁₋₆)alkyl)₂;
- (iii) aryl or aryl(C₁₋₆)alkyl-, each optionally substituted with one or more substituents each selected independently from (C₁₋₆)alkyl, -OH, -NH₂, -NH(C₁₋₆)alkyl, -N((C₁₋₆)alkyl)₂, -C(=O)NH₂, -C(=O)NH(C₁₋₆)alkyl and -C(=O)N((C₁₋₆)alkyl)₂;
- (iv) **Het** or **Het-(C₁₋₆)alkyl-**, each optionally substituted with one or more substituents each selected independently from (C₁₋₆)alkyl, -OH, -NH₂, -NH(C₁₋₆)alkyl, -N((C₁₋₆)alkyl)₂, -C(=O)NH₂, -C(=O)NH(C₁₋₆)alkyl and -C(=O)N((C₁₋₆)alkyl)₂; and

(v) (C₂₋₆)alkenyl, or (C₂₋₆)alkynyl, each optionally substituted with 1 to 3 halogens; and wherein

R⁵¹ is selected from H and (C₁₋₆)alkyl;

Y is H or (C₁₋₆)alkyl;

R⁴ and **R**⁶ are each independently selected from H, (C₁₋₆)alkyl, -O-(C₁₋₆)alkyl, (C₃₋₇)cycloalkyl, (C₃₋₇)cycloalkyl-(C₁₋₆)alkyl-, aryl, **Het**, and aryl-(C₁₋₆)alkyl-; wherein said (C₁₋₆)alkyl, -O-(C₁₋₆)alkyl, (C₃₋₇)cycloalkyl, (C₃₋₇)cycloalkyl-(C₁₋₆)alkyl-, aryl and aryl-(C₁₋₆)alkyl- are each optionally substituted with one or more substituents each independently selected from halogen, (C₁₋₆)alkyl, hydroxy, cyano, O-(C₁₋₆)alkyl, -NH₂, -NH(C₁₋₄)alkyl, -N((C₁₋₄)alkyl)₂, -CO-NH₂, -CO-NH(C₁₋₄)alkyl, -CO-N((C₁₋₄)alkyl)₂, -COOH, and -COO(C₁₋₆)alkyl; or

R⁴ and **R**⁶ are linked, together with the nitrogen to which they are bonded, to form a 3- to 7-membered monocyclic saturated or unsaturated heterocycle optionally fused to at least one other cycle to form a heteropolycycle, each of said heterocycle and heteropolycycle optionally containing from one to three additional heteroatoms each independently selected from N, S and O, and each of said heterocycle and heteropolycycle being optionally substituted with one or more substituents each independently selected from halogen, (C₁₋₆)alkyl, hydroxy, cyano, O-(C₁₋₆)alkyl, -NH₂, -NH(C₁₋₄)alkyl, -N((C₁₋₄)alkyl)₂, -CO-NH₂, -CO-NH(C₁₋₄)alkyl, -CO-N((C₁₋₄)alkyl)₂, -COOH, and -COO(C₁₋₆)alkyl;

with the proviso that when:

R⁵ is **B**-O-C(=O)- or **B**-N(**R**⁵¹)-C(=O)-, wherein

R⁵¹ is H; and

B is selected from (C₁₋₁₀)alkyl, (C₃₋₇)cycloalkyl, and (C₃₋₇)cycloalkyl-(C₁₋₄)alkyl,

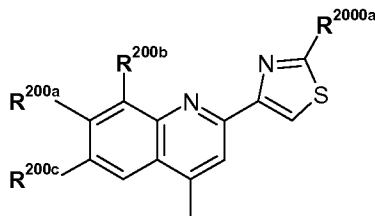
a) wherein said alkyl, cycloalkyl, and cycloalkyl-alkyl are optionally mono-, di- or tri-substituted with (C₁₋₃)alkyl; and

b) wherein said alkyl, cycloalkyl, and cycloalkyl-alkyl are optionally mono- or di-substituted with substituents selected from hydroxy and O-(C₁₋₄)alkyl; and

c) wherein each of said alkyl groups may be mono-, di- or tri-substituted with halogen; and

d) wherein in each of said cycloalkyl groups being 4-, 5-, 6- or 7-membered, one (for the 4-, 5-, 6-, or 7-membered) or two (for the 5-, 6- or 7-membered) -CH₂-groups not directly linked to each other may be replaced

by -O- to provide a heterocycle, such that the O-atom is linked to the
-O-C(=O) or -N(R⁵¹)-C(=O) group via at least two carbon atoms; and
R² is O-R²⁰; then
R²⁰ cannot be



wherein

R^{200a} is H, halogen, (C₁₋₄)alkyl, -OH, -O-(C₁₋₄)alkyl, -NH₂, -NH(C₁₋₄)alkyl or
-N((C₁₋₄)alkyl)₂;

R^{200b}, R^{200c} are each independently halogen, cyano, (C₁₋₄)alkyl, -O-(C₁₋₄)alkyl,
-S-(C₁₋₄)alkyl, -SO-(C₁₋₄)alkyl, or -SO₂-(C₁₋₄)alkyl, wherein each of said
alkyl groups is optionally substituted with from one to three halogen
atoms; and either R^{200b} or R^{200c} (but not both at the same time) may
also be H; or

R^{200a} and R^{200b} or

R^{200a} and R^{200c} may be covalently bonded to form, together with the two C-
atoms to which they are linked, a 5- or 6-membered carbocyclic ring
wherein one or two -CH₂-groups not being directly linked to each other
may be replaced each independently by -O- or NR^a wherein R^a is H or
(C₁₋₄)alkyl, and wherein said carbo- or heterocyclic ring is optionally
mono- or di-substituted with (C₁₋₄)alkyl; and

R^{2000a} is R²⁰⁰³, -N(R²⁰⁰²)COR²⁰⁰³, -N(R²⁰⁰²)COOR²⁰⁰³, -N(R²⁰⁰²)(R²⁰⁰⁴), or
-N(R²⁰⁰²)CON(R²⁰⁰²)(R²⁰⁰⁴), wherein

R²⁰⁰² is H or methyl;

R²⁰⁰³ is (C₁₋₈)alkyl, (C₃₋₇)cycloalkyl or (C₃₋₇)cycloalkyl-(C₁₋₄)alkyl-, wherein said
(C₃₋₇)cycloalkyl and (C₃₋₇)cycloalkyl-(C₁₋₄)alkyl- are optionally mono-,
di-, or tri-substituted with (C₁₋₃)alkyl; and

R²⁰⁰⁴ is H or R²⁰⁰³,

wherein **Het** is defined as a 3- to 7-membered heterocycle having 1 to 4 heteroatoms
each independently selected from O, N and S, which may be saturated, unsaturated
or aromatic, and which is optionally fused to at least one other cycle to form a 4- to
14-membered heteropolycycle having wherever possible 1 to 5 heteroatoms, each
independently selected from O, N and S, said heteropolycycle being saturated,

unsaturated or aromatic;
or a diastereomer thereof or a salt thereof.

2. (original) The compound according to claim 1 wherein

n is 1 or 2;

m is 1 or 2;

R¹ is H, (C₁₋₆)alkyl, (C₂₋₆)alkenyl, or (C₂₋₆)alkynyl, wherein each of said (C₁₋₆)alkyl, (C₂₋₆)alkenyl, or (C₂₋₆)alkynyl are optionally substituted with from one to three halogen atoms;

R² is selected from -CH₂-**R²⁰**, -NH-**R²⁰**, -O-**R²⁰**, -S-**R²⁰**, -SO-**R²⁰**, -SO₂-**R²⁰**, -CH₂O-**R²⁰**, and -O-**X-R²⁰**, wherein

X is (C₂₋₃)alkenyl, (C₂₋₃)alkynyl, or (C₁₋₃)alkyl; and

R²⁰ is (C₆ or C₁₀)aryl or **Het**, wherein said (C₆ or C₁₀)aryl or **Het** is optionally substituted with **R²⁰⁰**; wherein

R²⁰⁰ is one to four substituents each independently selected from H, halogen, cyano, (C₁₋₆)alkyl, (C₃₋₇)cycloalkyl, aryl-(C₁₋₆)alkyl-, aryl, **Het**, oxo, thioxo, -OR²⁰¹, -SR²⁰¹, -SOR²⁰¹, -SO₂R²⁰¹, -N(R²⁰²)R²⁰¹, and -CON(R²⁰²)R²⁰¹; wherein each of said alkyl, cycloalkyl, aryl and **Het** is optionally further substituted with **R²⁰⁰⁰**;

R²⁰¹ in each case is independently selected from H, (C₁₋₆)alkyl, (C₂₋₆)alkenyl, aryl, -CO-(C₁₋₆)alkyl and -CO-O-(C₁₋₆)alkyl, wherein each of said alkyl and aryl is optionally further substituted with **R²⁰⁰⁰**;

R²⁰² in each case is independently selected from H and (C₁₋₆)alkyl;

R²⁰⁰⁰ in each case is one to three substituents each independently selected from halogen, aryl, **Het**, -OR²⁰⁰¹, -SR²⁰⁰¹, -SOR²⁰⁰¹, -SO₂R²⁰⁰¹, cyano, -N(R²⁰⁰²)(R²⁰⁰¹), and **R²⁰⁰³**, wherein said aryl and **Het** are optionally substituted with one, two or three substituents each independently selected from (C₁₋₆)alkyl and -O-(C₁₋₆)alkyl;

R²⁰⁰¹ in each case is independently selected from aryl, aryl-(C₁₋₆)alkyl-, -C(O)-**R²⁰⁰³**, -C(O)O-**R²⁰⁰³**, -CON(R²⁰⁰²)(R²⁰⁰⁴) and **R²⁰⁰⁴**;

R²⁰⁰² in each case is independently selected from H and (C₁₋₆)alkyl;

R²⁰⁰³ in each case is independently selected from (C₁₋₈)alkyl, (C₃₋₇)cycloalkyl and (C₃₋₇)cycloalkyl-(C₁₋₄)alkyl-, wherein said (C₃₋₇)cycloalkyl and (C₃₋₇)cycloalkyl-(C₁₋₄)alkyl- are each optionally substituted with one to three substituents each independently selected from (C₁₋₃)alkyl; and

R²⁰⁰⁴ in each case is independently selected from H and **R²⁰⁰³**;

R³ is (C₁₋₈)alkyl, (C₃₋₇)cycloalkyl or (C₃₋₇)cycloalkyl-(C₁₋₃)alkyl-, each optionally substituted with one or more substituents each independently selected from (C₁₋₆)alkyl, (C₂₋₆)alkenyl, halogen, cyano, -OR³⁰, -SR³⁰, -C(=O)OR³⁰, -C(=O)NH₂, -C(=O)NH(C₁₋₆)alkyl, -C(=O)N((C₁₋₆)alkyl)₂, -NH₂, -NH(C₁₋₆)alkyl, -N((C₁₋₆)alkyl)₂, aryl, and aryl(C₁₋₆)alkyl-, wherein **R³⁰** is H, (C₁₋₆)alkyl, aryl, or aryl(C₁₋₆)alkyl-;

R⁵ is selected from **B**, **B-C(=O)-**, **B-O-C(=O)-**, **B-N(R⁵¹)-C(=O)-**; **B-N(R⁵¹)-C(=S)-**, **B-SO₂-** and **B-N(R⁵¹)-SO₂-**; wherein **B** is selected from:

- (i) (C₁₋₁₀)alkyl optionally substituted with one or more substituents each selected independently from -COOH, -COO(C₁₋₆)alkyl, -OH, halogen, -OC(=O)(C₁₋₆)alkyl, -O(C₁₋₆)alkyl, -NH₂, -NH(C₁₋₆)alkyl, -N((C₁₋₆)alkyl)₂, -C(=O)NH₂, -C(=O)NH(C₁₋₆)alkyl and -C(=O)N((C₁₋₆)alkyl)₂;
- (ii) (C₃₋₇)cycloalkyl, or (C₃₋₇)cycloalkyl-(C₁₋₄)alkyl-, each optionally substituted with one or more substituents each selected independently from (C₁₋₆)alkyl, halogen, -COOH, -COO(C₁₋₆)alkyl, -OH, -O(C₁₋₆)alkyl, -NH₂, -NH(C₁₋₆)alkyl, -N((C₁₋₆)alkyl)₂, -C(=O)NH₂, -C(=O)NH(C₁₋₆)alkyl and -C(=O)N((C₁₋₆)alkyl)₂;
- (iii) aryl or aryl(C₁₋₆)alkyl-, each optionally substituted with one or more substituents each selected independently from (C₁₋₆)alkyl, -OH, -NH₂, -NH(C₁₋₆)alkyl, -N((C₁₋₆)alkyl)₂, -C(=O)NH₂, -C(=O)NH(C₁₋₆)alkyl and -C(=O)N((C₁₋₆)alkyl)₂;
- (iv) **Het** or **Het**-(C₁₋₆)alkyl-, each optionally substituted with one or more substituents each selected independently from (C₁₋₆)alkyl, -OH, -NH₂, -NH(C₁₋₆)alkyl, -N((C₁₋₆)alkyl)₂, -C(=O)NH₂, -C(=O)NH(C₁₋₆)alkyl and -C(=O)N((C₁₋₆)alkyl)₂; and
- (v) (C₂₋₆)alkenyl, or (C₂₋₆)alkynyl, each optionally substituted with 1 to 3 halogens; and wherein

R⁵¹ is selected from H and (C₁₋₆)alkyl;

Y is H or (C₁₋₆)alkyl;

R⁴ and **R⁶** are each independently selected from H, (C₁₋₆)alkyl, -O-(C₁₋₆)alkyl, (C₃₋₇)cycloalkyl, (C₃₋₇)cycloalkyl-(C₁₋₆)alkyl-, aryl, **Het**, and aryl-(C₁₋₆)alkyl-; wherein said (C₁₋₆)alkyl, -O-(C₁₋₆)alkyl, (C₃₋₇)cycloalkyl, (C₃₋₇)cycloalkyl-(C₁₋₆)alkyl-, aryl and aryl-(C₁₋₆)alkyl- are each optionally substituted with one or more substituents each independently selected from halogen, (C₁₋₆)alkyl, hydroxy, cyano, O-(C₁₋₆)alkyl, -NH₂, -NH(C₁₋₄)alkyl, -N((C₁₋₄)alkyl)₂, -CO-NH₂, -CO-NH(C₁₋₄)alkyl, -CO-N((C₁₋₄)alkyl)₂, -COOH, and

-COO(C₁₋₆)alkyl; or

R⁴ and **R**⁶ are linked, together with the nitrogen to which they are bonded, to form a 3- to 7-membered monocyclic saturated or unsaturated heterocycle optionally fused to at least one other cycle to form a heteropolycycle, each of said heterocycle and heteropolycycle optionally containing from one to three additional heteroatoms each independently selected from N, S and O, and each of said heterocycle and heteropolycycle being optionally substituted with one or more substituents each independently selected from halogen, (C₁₋₆)alkyl, hydroxy, cyano, O-(C₁₋₆)alkyl, -NH₂, -NH(C₁₋₄)alkyl, -N((C₁₋₄)alkyl)₂, -CO-NH₂, -CO-NH(C₁₋₄)alkyl, -CO-N((C₁₋₄)alkyl)₂, -COOH, and -COO(C₁₋₆)alkyl;

with the proviso that when:

R⁵ is **B**-O-C(=O)- or **B**-N(**R**⁵¹)-C(=O)-, wherein

R⁵¹ is H; and

B is selected from (C₁₋₁₀)alkyl, (C₃₋₇)cycloalkyl, and (C₃₋₇)cycloalkyl-(C₁₋₄)alkyl,

a) wherein said alkyl, cycloalkyl, and cycloalkyl-alkyl are optionally mono-, di- or tri-substituted with (C₁₋₃)alkyl; and

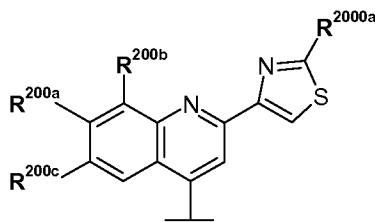
b) wherein said alkyl, cycloalkyl, and cycloalkyl-alkyl are optionally mono- or di-substituted with substituents selected from hydroxy and O-(C₁₋₄)alkyl; and

c) wherein each of said alkyl groups may be mono-, di- or tri-substituted with halogen; and

d) wherein in each of said cycloalkyl groups being 4-, 5-, 6- or 7-membered, one (for the 4-, 5-, 6-, or 7-membered) or two (for the 5-, 6- or 7-membered) -CH₂-groups not directly linked to each other may be replaced by -O- to provide a heterocycle, such that the O-atom is linked to the -O-C(=O) or -N(**R**⁵¹)-C(=O) group via at least two carbon atoms; and

R² is O-**R**²⁰; then

R²⁰ cannot be



wherein

R^{200a} is H, halogen, (C₁₋₄)alkyl, -OH, -O-(C₁₋₄)alkyl, -NH₂, -NH(C₁₋₄)alkyl or

-N((C₁₋₄)alkyl)₂;

R^{200b}, **R**^{200c} are each independently halogen, cyano, (C₁₋₄)alkyl, -O-(C₁₋₄)alkyl, -S-(C₁₋₄)alkyl, -SO-(C₁₋₄)alkyl, or -SO₂-(C₁₋₄)alkyl, wherein each of said alkyl groups is optionally substituted with from one to three halogen atoms; and either **R**^{200b} or **R**^{200c} (but not both at the same time) may also be H; or

R^{200a} and **R**^{200b} or

R^{200a} and **R**^{200c} may be covalently bonded to form, together with the two C-atoms to which they are linked, a 5- or 6-membered carbocyclic ring wherein one or two -CH₂-groups not being directly linked to each other may be replaced each independently by -O- or NR^a wherein **R**^a is H or (C₁₋₄)alkyl, and wherein said carbo- or heterocyclic ring is optionally mono- or di-substituted with (C₁₋₄)alkyl; and

R^{2000a} is **R**²⁰⁰³, -N(**R**²⁰⁰²)COR²⁰⁰³, -N(**R**²⁰⁰²)COOR²⁰⁰³, -N(**R**²⁰⁰²)(**R**²⁰⁰⁴), or -N(**R**²⁰⁰²)CON(**R**²⁰⁰²)(**R**²⁰⁰⁴), wherein

R²⁰⁰² is H or methyl;

R²⁰⁰³ is (C₁₋₈)alkyl, (C₃₋₇)cycloalkyl or (C₃₋₇)cycloalkyl-(C₁₋₄)alkyl-, wherein said (C₃₋₇)cycloalkyl and (C₃₋₇)cycloalkyl-(C₁₋₄)alkyl- are optionally mono-, di-, or tri-substituted with (C₁₋₃)alkyl; and

R²⁰⁰⁴ is H or **R**²⁰⁰³;

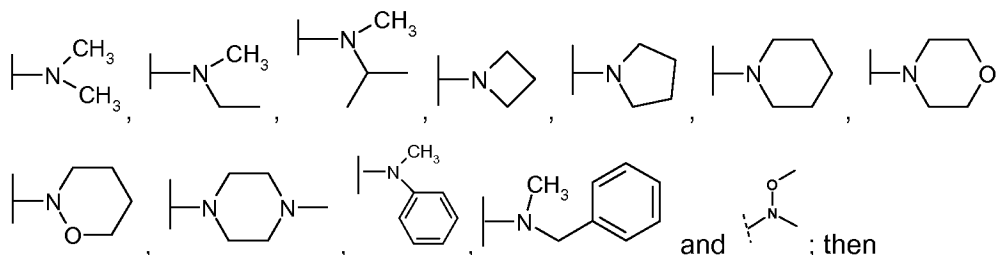
and with the further proviso that when:

R⁵ is B-O-C(=O)- and **B** is selected from methyl and 1,1-dimethylethyl; and

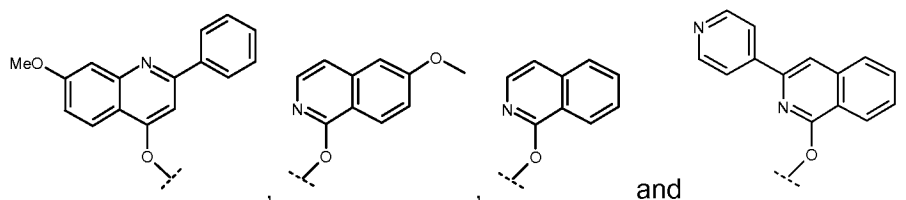
R³ is 1,1-dimethylethyl; and

R¹ is ethenyl; and

the group -N(**R**⁴)**R**⁶ is selected from:



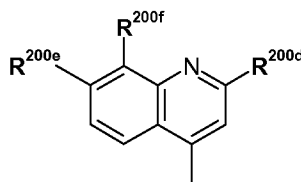
R² is not selected from:



wherein **Het** is defined as a 3- to 7-membered heterocycle having 1 to 4 heteroatoms each independently selected from O, N and S, which may be saturated, unsaturated or aromatic, and which is optionally fused to at least one other cycle to form a 4- to 14-membered heteropolycycle having wherever possible 1 to 5 heteroatoms, each independently selected from O, N and S, said heteropolycycle being saturated, unsaturated or aromatic;
or a diastereomer thereof or a salt thereof.

3. (currently amended) The compound according to ~~one or more of the preceding claims~~ claim 1 wherein R^5 is selected from $B-C(=O)-$, $B-O-C(=O)-$, and $B-N(R^{51})-C(=O)-$; wherein **B** and R^{51} are defined as in claim 1.
4. (original) The compound according to claim 3 wherein R^{51} is H and **B** is selected from:
- (i) (C_{1-7}) alkyl optionally substituted with one or two or three substituents each independently selected from fluoro, chloro, bromo, hydroxy, methoxy and ethoxy; or optionally substituted with $-COOCH_3$;
 - (ii) (C_{3-7}) cycloalkyl, or (C_{3-7}) cycloalkyl-methyl-, each optionally substituted with one or two substituents each independently selected from methyl, ethyl, hydroxy, methoxy and ethoxy;
 - (iii) benzyl; and
 - (iv) **Het**, wherein **Het** comprises a 3-, 4-, 5-, 6-, or 7-membered heterocycle having one to four heteroatoms each independently selected from O, N, and S, which may be saturated or unsaturated or aromatic.
5. (currently amended) The compound according to ~~one or more of the preceding claims~~ claim 1 wherein **Y** is H.
6. (currently amended) The compound according to claim 1 ~~one or more of the preceding claims~~ wherein R^3 is (C_{1-8}) alkyl or (C_{3-7}) cycloalkyl, the (C_{1-8}) alkyl being optionally substituted with hydroxy, (C_{1-6}) alkoxy or $-C(=O)OR^{30}$, wherein R^{30} is (C_{1-6}) alkyl or aryl (C_{1-6}) alkyl-.

7. (currently amended) The compound according to claim 1 ~~one or more of the preceding claims~~ wherein R^2 is selected from $-O-R^{20}$, $-S-R^{20}$, and $-O-X-R^{20}$, wherein R^{20} and X are defined as in claim 1.
8. (original) The compound according to claim 7 wherein R^2 is $-O-X-R^{20}$, wherein X is (C_3) alkynyl and R^{20} is $(C_6$ or $C_{10})$ aryl.
9. (original) The compound according to claim 7 wherein R^2 is $-O-R^{20}$, wherein R^{20} is



wherein

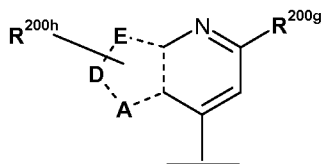
R^{200d} is $-OR^{201}$, wherein R^{201} is (C_{1-6}) alkyl;

R^{200e} is H or $-OR^{201}$, wherein R^{201} is (C_{1-6}) alkyl; and

R^{200f} is (C_{1-6}) alkyl, halogen, $-SR^{201}$, $-SO_2R^{201}$, or $-OR^{201}$, wherein R^{201} is (C_{1-6}) alkyl optionally further substituted with (C_{3-7}) cycloalkyl or phenyl.

10. (original) The compound according to claim 9 wherein R^{200d} is $-OR^{201}$ wherein R^{201} is ethyl.

11. (original) The compound according to claim 7 wherein R^2 is $-O-R^{20}$, wherein R^{20} is



wherein

one of **A**, **D**, and **E** represents a S atom and the other two of **A**, **D**, and **E** represent C atoms;

---- represents a single bond between a C atom and an S atom, and represents a single bond or a double bond between two C atoms; provided that each C atom is bonded by one double bond;

R^{200g} is H or $-OR^{201}$, wherein R^{201} is (C_{1-6}) alkyl or (C_{2-6}) alkenyl; and

R^{200h} is one or two substituents each independently selected from H, cyano, (C_{1-6}) alkyl and $-SO_2-(C_{1-6})$ alkyl; wherein each R^{200h} is bonded to a C atom which would otherwise bear a hydrogen atom.

12. (currently amended) The compound according to claim 1 ~~one or more of the preceding claims~~ wherein **n** is 1.
13. (currently amended) The compound according to claim 1 ~~one or more of the preceding claims~~ wherein **R¹** is (C₂₋₆)alkenyl or (C₂₋₆)alkyl.
14. (currently amended) The compound according to claim 1 ~~one or more of the preceding claims~~ wherein **m** is 2.
15. (currently amended) The compound according to claim 1 ~~one or more of the preceding claims~~ wherein:
- (i) **R⁴** and **R⁶** are each independently selected from H, (C₁₋₆)alkyl, -O-(C₁₋₆)alkyl, (C₃₋₇)cycloalkyl, (C₃₋₇)cycloalkyl-(C₁₋₆)alkyl-, aryl and aryl-(C₁₋₆)alkyl-; wherein said (C₁₋₆)alkyl, -O-(C₁₋₆)alkyl, (C₃₋₇)cycloalkyl, (C₃₋₇)cycloalkyl-(C₁₋₆)alkyl-, aryl and aryl-(C₁₋₆)alkyl- are each optionally substituted with one to three substituents each independently selected from halogen, (C₁₋₆)alkyl, hydroxy, cyano, O-(C₁₋₆)alkyl, -COOH, and -COO(C₁₋₆)alkyl; or
 - (ii) **R⁴** and **R⁶** are linked, together with the nitrogen to which they are bonded, to form a 3- to 7-membered monocyclic saturated or unsaturated heterocycle, said heterocycle optionally containing from one to three additional heteroatoms each independently selected from N, S and O, and said 3- to 7-membered monocyclic saturated or unsaturated heterocycle being optionally substituted with one to three substituents each independently selected from halogen, (C₁₋₆)alkyl, hydroxy, cyano, O-(C₁₋₆)alkyl, -NH₂, -NH(C₁₋₄)alkyl, -N((C₁₋₄)alkyl)₂, -COOH, and -COO(C₁₋₆)alkyl.
16. (original) The compound according to claim 1 wherein:
- n** is 1 or 2;
 - m** is 1 or 2;
 - R¹** is H, (C₁₋₆)alkyl, (C₂₋₆)alkenyl, or (C₂₋₆)alkynyl, wherein said (C₁₋₆)alkyl, (C₂₋₆)alkenyl, or (C₂₋₆)alkynyl are optionally substituted with from one to three halogen atoms;
 - R²** is selected from -CH₂-**R²⁰**, -NH-**R²⁰**, -O-**R²⁰**, -S-**R²⁰**, -SO-**R²⁰**, -SO₂-**R²⁰**, -CH₂O-**R²⁰**, and -O-**X-R²⁰**, wherein **X** is (C₂₋₃)alkenyl, (C₂₋₃)alkynyl, or (C₁₋₃)alkyl; and

- R²⁰** is (C₆ or C₁₀)aryl or **Het**, wherein said (C₆ or C₁₀)aryl or **Het** is optionally mono-, di-, tri- or tetra-substituted with **R²⁰⁰**, wherein each **R²⁰⁰** is independently selected from H, halogen, cyano, (C₁₋₆)alkyl, (C₃₋₇)cycloalkyl, aryl-(C₁₋₆)alkyl-, aryl, **Het**, oxo, thioxo, -OR²⁰¹, -SR²⁰¹, -SOR²⁰¹, -SO₂R²⁰¹, -N(R²⁰²)R²⁰¹, and -CON(R²⁰²)R²⁰¹; wherein each of said alkyl, cycloalkyl, aryl and **Het** is optionally further substituted with **R²⁰⁰⁰**;
- R²⁰¹** in each case is independently selected from H, (C₁₋₆)alkyl, aryl, -CO-(C₁₋₆)alkyl and -CO-O-(C₁₋₆)alkyl, wherein each of said alkyl and aryl is optionally further substituted with **R²⁰⁰⁰**;
- R²⁰²** is H or (C₁₋₆)alkyl;
- R²⁰⁰⁰** is one to three substituents each independently selected from halogen, aryl, **Het**, -OR²⁰⁰¹, -SR²⁰⁰¹, -SOR²⁰⁰¹, -SO₂R²⁰⁰¹, cyano, -N(R²⁰⁰²)(R²⁰⁰¹), and **R²⁰⁰³**, wherein said aryl and **Het** are optionally substituted with one, two or three substituents selected from (C₁₋₆)alkyl and -O-(C₁₋₆)alkyl;
- R²⁰⁰¹** in each case is independently selected from aryl, aryl-(C₁₋₆)alkyl-, -C(O)-**R²⁰⁰³**, -C(O)O-**R²⁰⁰³**, -CON(R²⁰⁰²)(**R²⁰⁰⁴**) and **R²⁰⁰⁴**;
- R²⁰⁰²** is H or (C₁₋₆)alkyl;
- R²⁰⁰³** is (C₁₋₈)alkyl, (C₃₋₇)cycloalkyl or (C₃₋₇)cycloalkyl-(C₁₋₄)alkyl-, wherein said (C₃₋₇)cycloalkyl and (C₃₋₇)cycloalkyl-(C₁₋₄)alkyl- are optionally mono-, di-, or tri-substituted with (C₁₋₃)alkyl; and
- R²⁰⁰⁴** is H or **R²⁰⁰³**;
- R³** is (C₁₋₈)alkyl, (C₃₋₇)cycloalkyl or (C₃₋₇)cycloalkyl-(C₁₋₃)alkyl-, each optionally substituted with one or more substituents independently selected from (C₁₋₆)alkyl, (C₂₋₆)alkenyl, halogen, cyano, -OR³⁰, -SR³⁰, -C(=O)OR³⁰, -C(=O)NH₂, -C(=O)NH(C₁₋₆)alkyl, C(=O)N((C₁₋₆)alkyl)₂, -NH₂, -NH(C₁₋₆)alkyl, -N((C₁₋₆)alkyl)₂, aryl, and aryl(C₁₋₆)alkyl-, wherein **R³⁰** is H, (C₁₋₆)alkyl, aryl, or aryl(C₁₋₆)alkyl-;
- R⁵** is selected from **B**, **B-C(=O)-**, **B-O-C(=O)-**, **B-N(R⁵¹)-C(=O)-**; **B-N(R⁵¹)-C(=S)-**, **B-SO₂-** and **B-N(R⁵¹)-SO₂-**; wherein **B** is selected from:
- (C₁₋₁₀)alkyl optionally substituted with one or more substituents each selected independently from -COOH, -COO(C₁₋₆)alkyl, -OH, halogen, -OC(=O)(C₁₋₆)alkyl, -O(C₁₋₆)alkyl, -NH₂, -NH(C₁₋₆)alkyl, -N((C₁₋₆)alkyl)₂, -C(=O)NH₂, -C(=O)NH(C₁₋₆)alkyl and -C(=O)N((C₁₋₆)alkyl)₂;
 - (C₃₋₇)cycloalkyl, or (C₃₋₇)cycloalkyl-(C₁₋₄)alkyl-, each optionally

substituted with one or more substituents each selected independently from (C₁₋₆)alkyl, halogen, -COOH, -COO(C₁₋₆)alkyl, -OH, -O(C₁₋₆)alkyl, -NH₂, -NH(C₁₋₆)alkyl, -N((C₁₋₆)alkyl)₂, -C(=O)NH₂, -C(=O)NH(C₁₋₆)alkyl and C(=O)N((C₁₋₆)alkyl)₂;

- (iii) aryl or aryl(C₁₋₆)alkyl-, each optionally substituted with one or more substituents each selected independently from (C₁₋₆)alkyl, -OH, -NH₂, -NH(C₁₋₆)alkyl, -N((C₁₋₆)alkyl)₂, -C(=O)NH₂, -C(=O)NH(C₁₋₆)alkyl and C(=O)N((C₁₋₆)alkyl)₂;
- (iv) **Het** or **Het**-(C₁₋₆)alkyl-, each optionally substituted with one or more substituents each selected independently from (C₁₋₆)alkyl, -OH, -NH₂, -NH(C₁₋₆)alkyl, -N((C₁₋₆)alkyl)₂, -C(=O)NH₂, -C(=O)NH(C₁₋₆)alkyl and C(=O)N((C₁₋₆)alkyl)₂; and
- (v) (C₂₋₆)alkenyl, or (C₂₋₆)alkynyl, each optionally substituted with 1 to 3 halogens; and wherein

R⁵¹ is selected from H and (C₁₋₆)alkyl;

Y is H or (C₁₋₆)alkyl;

R⁴ and **R**⁶ are each independently selected from H, (C₁₋₆)alkyl, (C₃₋₇)cycloalkyl, (C₃₋₇)cycloalkyl-(C₁₋₆)alkyl-, aryl, **Het**, and aryl-(C₁₋₆)alkyl-; wherein said (C₁₋₆)alkyl, (C₃₋₇)cycloalkyl, (C₃₋₇)cycloalkyl-(C₁₋₆)alkyl-, aryl and aryl-(C₁₋₆)alkyl- are optionally substituted with one or more substituents independently selected from halogen, (C₁₋₆)alkyl, hydroxy, cyano, O-(C₁₋₆)alkyl, -NH₂, -NH(C₁₋₄)alkyl, -N((C₁₋₄)alkyl)₂, -CO-NH₂, -CO-NH(C₁₋₄)alkyl, -CO-N((C₁₋₄)alkyl)₂, -COOH, and -COO(C₁₋₆)alkyl; or

R⁴ and **R**⁶ are linked, together with the nitrogen to which they are bonded, to form a 3- to 7-membered monocyclic saturated or unsaturated heterocycle optionally fused to at least one other cycle to form a heteropolycycle, said heterocycle and heteropolycycle optionally containing from one to three further heteroatoms independently selected from N, S and O, and said 3- to 7-membered monocyclic saturated or unsaturated heterocycle being optionally substituted with one or more substituents independently selected from halogen, (C₁₋₆)alkyl, hydroxy, cyano, O-(C₁₋₆)alkyl, -NH₂, -NH(C₁₋₄)alkyl, -N((C₁₋₄)alkyl)₂, -CO-NH₂, -CO-NH(C₁₋₄)alkyl, -CO-N((C₁₋₄)alkyl)₂, -COOH, and -COO(C₁₋₆)alkyl;

with the proviso that when:

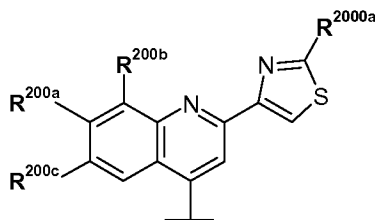
R⁵ is **B-O-C(=O)-** or **B-N(R⁵¹)-C(=O)-**, wherein

R⁵¹ is H; and

- B** is selected from (C₁₋₁₀)alkyl, (C₃₋₇)cycloalkyl, and (C₃₋₇)cycloalkyl-(C₁₋₄)alkyl,
a) wherein said alkyl, cycloalkyl, and cycloalkyl-alkyl are optionally mono-, di- or tri-substituted with (C₁₋₃)alkyl; and
b) wherein said alkyl, cycloalkyl, and cycloalkyl-alkyl are optionally mono- or di-substituted with substituents selected from hydroxy and O-(C₁₋₄)alkyl; and
c) wherein each of said alkyl groups may be mono-, di- or tri-substituted with halogen; and
d) wherein in each of said cycloalkyl groups being 4-, 5-, 6- or 7-membered, one (for the 4-, 5-, 6-, or 7-membered) or two (for the 5-, 6- or 7-membered) -CH₂-groups not directly linked to each other may be replaced by -O- to provide a heterocycle, such that the O-atom is linked to the -O-C(=O) or -N(R⁵¹)-C(=O) group via at least two carbon atoms; and

R² is O-R²⁰; then

R²⁰ cannot be



wherein

R^{200a} is H, halogen, (C₁₋₄)alkyl, -OH, -O-(C₁₋₄)alkyl, -NH₂, -NH(C₁₋₄)alkyl or -N((C₁₋₄)alkyl)₂;

R^{200b}, R^{200c} are each independently halogen, cyano, (C₁₋₄)alkyl, -O-(C₁₋₄)alkyl, -S-(C₁₋₄)alkyl, -SO-(C₁₋₄)alkyl, or -SO₂-(C₁₋₄)alkyl, wherein each of said alkyl groups is optionally substituted with from one to three halogen atoms; and either R^{200b} or R^{200c} (but not both at the same time) may also be H; or

R^{200a} and R^{200b} or

R^{200a} and R^{200c} may be covalently bonded to form, together with the two C-atoms to which they are linked, a 5- or 6-membered carbocyclic ring wherein one or two -CH₂-groups not being directly linked to each other may be replaced each independently by -O- or NR^a wherein R^a is H or (C₁₋₄)alkyl, and wherein said carbo- or heterocyclic ring is optionally mono- or di-substituted with (C₁₋₄)alkyl; and

R^{2000a} is R²⁰⁰³, -N(R²⁰⁰²)COR²⁰⁰³, -N(R²⁰⁰²)COOR²⁰⁰³, -N(R²⁰⁰²)(R²⁰⁰⁴), or

$-N(R^{2002})CON(R^{2002})(R^{2004})$, wherein

R^{2002} is H or methyl;

R^{2003} is (C_{1-8}) alkyl, (C_{3-7}) cycloalkyl or (C_{3-7}) cycloalkyl- (C_{1-4}) alkyl-, wherein said (C_{3-7}) cycloalkyl and (C_{3-7}) cycloalkyl- (C_{1-4}) alkyl- are optionally mono-, di-, or tri-substituted with (C_{1-3}) alkyl; and

R^{2004} is H or R^{2003} ,

wherein **Het** is defined as a 3- to 7-membered heterocycle having 1 to 4 heteroatoms each independently selected from O, N and S, which may be saturated, unsaturated or aromatic, and which is optionally fused to at least one other cycle to form a 4- to 14-membered heteropolycycle having wherever possible 1 to 5 heteroatoms, each independently selected from O, N and S, said heteropolycycle being saturated, unsaturated or aromatic;

or a diastereomer thereof or a salt thereof.

17. (original) The compound according to claim 1 wherein:

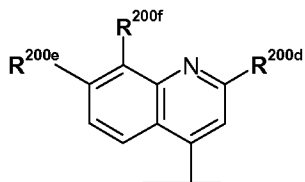
R^5 is selected from $B-C(=O)-$, $B-O-C(=O)-$, and $B-NH-C(=O)-$; wherein **B** is selected from:

- (i) (C_{1-10}) alkyl optionally substituted with one or more substituents each selected independently from $-COOH$, $-COO(C_{1-6})$ alkyl, $-OH$, halogen, $-OC(=O)(C_{1-6})$ alkyl, $-O(C_{1-6})$ alkyl, $-NH_2$, $-NH(C_{1-6})$ alkyl, $-N((C_{1-6})alkyl)_2$, $-C(=O)NH_2$, $-C(=O)NH(C_{1-6})$ alkyl and $-C(=O)N((C_{1-6})alkyl)_2$;
- (ii) (C_{3-7}) cycloalkyl, or (C_{3-7}) cycloalkyl- (C_{1-4}) alkyl-, each optionally substituted with one or more substituents each selected independently from (C_{1-6}) alkyl, halogen, $-COOH$, $-COO(C_{1-6})$ alkyl, $-OH$, $-O(C_{1-6})$ alkyl, $-NH_2$, $-NH(C_{1-6})$ alkyl, $-N((C_{1-6})alkyl)_2$, $-C(=O)NH_2$, $-C(=O)NH(C_{1-6})$ alkyl and $-C(=O)N((C_{1-6})alkyl)_2$;
- (iii) aryl or aryl- (C_{1-6}) alkyl-, each optionally substituted with one or more substituents each selected independently from (C_{1-6}) alkyl, $-OH$, $-NH_2$, $-NH(C_{1-6})$ alkyl, $-N((C_{1-6})alkyl)_2$, $-C(=O)NH_2$, $-C(=O)NH(C_{1-6})$ alkyl and $-C(=O)N((C_{1-6})alkyl)_2$;
- (iv) **Het** or **Het**- (C_{1-6}) alkyl-, each optionally substituted with one or more substituents each selected independently from (C_{1-6}) alkyl, $-OH$, $-NH_2$, $-NH(C_{1-6})$ alkyl, $-N((C_{1-6})alkyl)_2$, $-C(=O)NH_2$, $-C(=O)NH(C_{1-6})$ alkyl and $-C(=O)N((C_{1-6})alkyl)_2$;

Y is H;

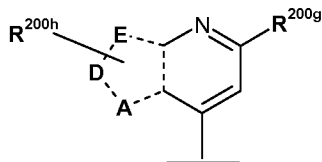
R^3 is (C_{1-8}) alkyl or (C_{3-7}) cycloalkyl, each of which are optionally substituted with one or more substituents each independently selected from (C_{1-6}) alkyl, $-OR^{30}$,

- and $-C(=O)OR^{30}$, wherein R^{30} is H, (C_{1-6}) alkyl, or aryl (C_{1-6}) alkyl-;
 R^2 is $-O-X-R^{20}$, wherein X is (C_3) alkynyl and R^{20} is $(C_6$ or $C_{10})$ aryl; or
 R^2 is $-O-R^{20}$ wherein R^{20} is



wherein

- R^{200d} is $-OR^{201}$, wherein R^{201} is (C_{1-6}) alkyl;
 R^{200e} is H or $-OR^{201}$, wherein R^{201} is (C_{1-6}) alkyl; and
 R^{200f} is (C_{1-6}) alkyl, halogen, $-SR^{201}$, $-SO_2R^{201}$, or $-OR^{201}$, wherein R^{201} is
 (C_{1-6}) alkyl optionally further substituted with (C_{3-7}) cycloalkyl or phenyl;
or R^{20} is



wherein

- one of **A**, **D**, and **E** represents a S atom and the other two of **A**, **D**, and **E** represent C atoms;
---- represents a single bond between a C atom and an S atom, and
--- represents a single bond or a double bond between two C atoms; provided that each C atom is bonded by one double bond;
 R^{200g} is H or $-OR^{201}$, wherein R^{201} is (C_{1-6}) alkyl or (C_{2-6}) alkenyl; and
 R^{200h} is one or two substituents each independently selected from H, cyano, (C_{1-6}) alkyl and $-SO_2-(C_{1-6})$ alkyl; wherein each R^{200h} is bonded to a C atom which would otherwise bear a hydrogen atom;
 R^1 is (C_{2-6}) alkenyl or (C_{2-6}) alkyl;
n is 1;
m is 2; and
 R^4 and R^6 are each independently selected from H, (C_{1-6}) alkyl, $-O-(C_{1-6})$ alkyl, (C_{3-7}) cycloalkyl, (C_{3-7}) cycloalkyl- (C_{1-6}) alkyl-, aryl and aryl- (C_{1-6}) alkyl-; wherein said (C_{1-6}) alkyl, (C_{3-7}) cycloalkyl, (C_{3-7}) cycloalkyl- (C_{1-6}) alkyl-, aryl and aryl- (C_{1-6}) alkyl- are optionally substituted with one to three substituents independently selected from halogen, (C_{1-6}) alkyl, hydroxy, cyano, $O-(C_{1-6})$ alkyl, $-COOH$, and $-COO(C_{1-6})$ alkyl; or

R^4 and R^6 are linked, together with the nitrogen to which they are bonded, to form a 3- to 7-membered monocyclic saturated or unsaturated heterocycle, said heterocycle optionally containing from one to three further heteroatoms each independently selected from N, S and O, and said 3- to 7-membered monocyclic saturated or unsaturated heterocycle being optionally substituted with one to three substituents each independently selected from halogen, (C_{1-6}) alkyl, hydroxy, cyano, $O-(C_{1-6})$ alkyl, $-NH_2$, $-NH(C_{1-4})$ alkyl, $-N((C_{1-4})alkyl)_2$, $-COOH$, and $-COO(C_{1-6})$ alkyl; or a diastereomer thereof or a salt thereof.

18. (currently amended) A pharmaceutical composition comprising an anti-hepatitis C virally effective amount of a compound according to claim 1 ~~one or more of claims 1 to 17~~, or a pharmaceutically acceptable salt thereof; and a pharmaceutically acceptable carrier medium or auxiliary agent.
19. (original) The pharmaceutical composition according to claim 18 additionally comprising a therapeutically effective amount of at least one other antiviral agent.
20. (currently amended) A method of treating or preventing a hepatitis C viral infection in a mammal ~~by comprising~~ administering to the mammal an anti-hepatitis C virally effective amount of a compound according to claim 1 ~~one or more of claims 1 to 17~~, or a pharmaceutically acceptable salt thereof, or a pharmaceutical composition thereof comprising said compound or pharmaceutically acceptable salt thereof; and a pharmaceutically acceptable carrier medium or auxiliary agent.

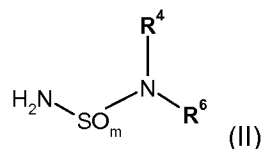
Claims 21-22. (cancelled)

23. (currently amended) A method of inhibiting the replication of hepatitis C virus by exposing the virus to a hepatitis C viral NS3 protease inhibiting amount of the compound according to claim 1 ~~one or more of claims 1 to 17~~, or a pharmaceutically acceptable salt thereof.
24. (cancelled)
25. (currently amended) An article of manufacture comprising a composition effective to treat an HCV infection or to inhibit the NS3 protease of HCV; and packaging material

comprising a label which indicates that the composition can be used to treat infection by the hepatitis C virus; wherein the composition comprises a compound according to claim 1 ~~one or more of claims 1 to 17~~ or a pharmaceutically acceptable salt thereof, and a pharmaceutically acceptable carrier medium or auxiliary agent .

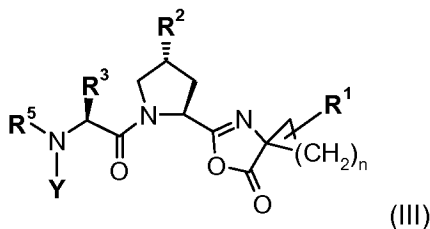
26. (currently amended) A process for the preparation of a compound according to claim 1 ~~one or more of claims 1 to 17~~, comprising:

a) reacting a compound of formula (II):



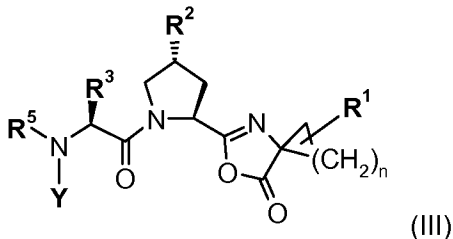
wherein R^4 , R^6 and m are defined as in claim 1, with a strong base so as to form the corresponding amide anion and

b) reacting an azalactone of formula (III):



wherein R^1 , R^2 , R^3 , R^5 , Y and n are defined as in claim 1, with the amide anion formed in step a).

27. An azalactone intermediate compound of formula (III):



wherein R^1 , R^2 , R^3 , R^5 , Y and n are defined as in claim 1.

28. (cancelled)